

**Exhibit D**

**Budget and Staffing Plan**

**Exhibit D-1**

**Budget Plan for the Compensation Period**

Matter No.	Matter	October 2020		November 2020		December 2020		January 2021	
		Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees
33260.0022	PROMESA TITLE III: PREPA	\$ 297,849.90	\$ 310,000.00	\$ 175,761.00	\$ 200,000.00	\$ 286,269.00	\$ 320,000.00	\$ 353,767.80	\$ 400,000.00
33260.0054	PREPA TITLE III - PREC	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,217.80	\$ -
33260.0055	PREPA TITLE III - VITOL	\$ 430,831.80	\$ 450,000.00	\$ 255,000.30	\$ 285,000.00	\$ 19,803.90	\$ 35,000.00	\$ 78,731.90	\$ 85,000.00
33260.0056	PREPA TITLE III - UTIER CBA	\$ 87,610.50	\$ 100,000.00	\$ 173,692.20	\$ 200,000.00	\$ 329,741.70	\$ 400,000.00	\$ 160,705.90	\$ 200,000.00
33260.0059	PREPA TITLE III - MISCELLANEOUS	\$ 1,341.30	\$ 10,000.00	\$ 2,745.00	\$ 5,000.00	\$ 173,836.20	\$ 200,000.00	\$ 306,414.50	\$ 350,000.00
33260.0070	PREPA TITLE III - UTIER V. ORTIZ VAZQUEZ	\$ 28,798.80	\$ 35,000.00	\$ 552.30	\$ -	\$ 67,229.70	\$ 85,000.00	\$ 3,753.20	\$ 10,000.00
33260.0075	PREPA TITLE III - COSTA SUR INSURANCE RECOVERY ACTION	\$ 19,538.40	\$ 25,000.00	\$ 5,286.30	\$ 5,000.00	\$ 7,574.40	\$ 5,000.00	\$ -	\$ 5,000.00
33260.0085	PREPA TITLE III - COBRA ACQUISITION LLC	\$ -	\$ -	\$ 5,680.80	\$ 5,000.00	\$ 5,917.50	\$ 5,000.00	\$ -	\$ 5,000.00
33260.0095	PREPA TITLE III - INSURANCE COVERAGE ADVICE	\$ 1,814.70	\$ 5,000.00	\$ -	\$ 2,500.00	\$ -	\$ 2,500.00	\$ 511.80	\$ 2,500.00
33260.0102	PREPA TITLE III - CATESBY JONES	\$ 159,164.40	\$ 200,000.00	\$ 112,908.00	\$ 135,000.00	\$ 122,218.50	\$ 150,000.00	\$ 132,300.30	\$ 150,000.00
33260.0105	PREPA TITLE III- PV Properties, Inc.	\$ -	\$ -	\$ -	\$ -	\$ 2,761.50	\$ -	\$ 47,583.20	\$ 60,000.00
<b>PREPA TOTAL</b>		<b>\$1,026,949.80</b>	<b>\$1,135,000</b>	<b>\$731,625.90</b>	<b>\$837,500</b>	<b>\$1,015,352.40</b>	<b>\$1,202,500</b>	<b>\$1,085,986.40</b>	<b>\$1,267,500</b>
<b>ESTIMATED FEES Compensation Period (October 2020 - January 2021) TOTAL:</b>								<b>\$4,442,500.00</b>	
<b>ACTUAL FEES Compensation Period (October 2020 - January 2021) TOTAL:</b>								<b>\$3,859,914.50</b>	
<b>Percent Variance (Actual vs. Budgeted Fees)</b>								<b>13.1% below budget</b>	

**Exhibit D-2**

**Staffing Plan for the Compensation Period**

**Staffing Plan for the Compensation Period<sup>1</sup>**

<b>Category of Timekeeper<sup>2</sup></b>	<b>Number of Timekeepers Expected to Work on The Matter During the Budget Period<sup>3</sup></b>	<b>Average Hourly Rate<sup>4</sup></b>
Partners	23	\$789/ \$853
Senior Counsel	5	\$789/ \$853
Associates	26	\$789/ \$853
e-Discovery Attorneys	6	\$390/ \$421
Paraprofessionals	12	\$270/ \$291
<b>Total:</b>	<b>72</b>	

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<sup>1</sup> The actual number of timekeepers who worked on this matter during the Compensation Period was 75, and thus 3 more than anticipated.

<sup>2</sup> Attorney Practice Groups: BSGR&B; Litigation; Labor & Employment; and Corporate.

<sup>3</sup> The chart reflects Proskauer's staffing plan for the designated period based on currently foreseeable activities. Actual staffing needs, including additional attorneys, may vary materially based on actual facts and circumstances arising in the designated period, including as a result of currently unanticipated disputes. The staffing plan currently includes attorneys from the BSGR&B, Litigation, Labor & Employment; and Corporate practice groups. The expertise of attorneys from other specialized areas is likely to be required during the course of these PROMESA Title III cases.

<sup>4</sup> Pursuant to the Engagement Letter, Proskauer's rates increased 4% effective January 1, 2021, yielding a new flat rate for attorneys (partners, senior counsel, and associates) of \$853 per hour, for e-discovery attorneys of \$421 per hour, and for paraprofessionals of \$291 per hour.